

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF TEXAS
SHERMAN DIVISION**

DONALD A. MOORE, On Behalf of Himself
and All Others Similarly Situated,

Plaintiffs,

v.

ELECTRONIC DATA SYSTEMS CORP.,
RONALD A. RITTENMEYER, JEFFREY
M. HELLER, RAY L. HUNT, W. ROY
DUNBAR, S. MALCOLM GILLIS, ELLEN
M. HANCOCK, EDWARD A. KANGAS,
JAMES K. SIMS, R. DAVID YOST,
ERNESTO ZEDILLO and HEWLETT
PACKARD COMPANY

Defendants.

Civil Action No. 4:08-CV-00192-RAS-DDB

STIPULATION OF DISMISSAL WITH PREJUDICE

TO: THE HONORABLE JUDGE OF SAID COURT

Plaintiff Donald A. Moore ("Plaintiff Moore") and Defendants Electronic Data Systems Corp., Ronald A. Rittenmeyer, Jeffrey M. Heller, Ray L. Hunt, W. Roy Dunbar, S. Malcolm Gillis, Ellen M. Hancock, Edward A. Kangas, James K. Sims, R. David Yost, Ernesto Zedillo and Hewlett-Packard Company ("Defendants") file this stipulation under Federal Rule of Civil Procedure 41(a)(1)(ii), dismissing with prejudice any and all claims and causes of action asserted in the above-captioned litigation.

1. Plaintiff Moore filed his purported Class Action Complaint against Defendants on May 30, 2008, and then filed his purported First Amended Class Action Complaint on July 7, 2008. On July 10, 2008, Defendants filed a responsive pleading.

2. The above-captioned action subsequently settled as part of a global settlement involving actions in Texas state court that contain similar allegations, which actions were consolidated as *In re Electronic Data Systems Class Action Litigation*, Master File No. 366-01078-2008, in the 366th Judicial District, Collin County District Court (the “State Court Action”).

3. The parties submitted their settlement for approval to the 366th Judicial District, District Court for Collin County, Texas, which is the court in the State Court Action. Notice of the proposed global settlement was provided, in a manner approved and ordered by the Texas state court, to a Settlement Class of “all public shareholders of EDS (other than the Defendants and any Person or entity acting for or on behalf of, or claiming under any of them and each of them in their capacity as such, including, as applicable, their affiliates, successors-in-interest, predecessors, representatives, trustees, executors, heirs, assigns or transferees, immediate and remote) during the period from May 9, 2008 up to and including August 26, 2008, the date that the Merger was consummated.” (See order attached hereto as Exhibit A). After a subsequent hearing on the matter, at which the Settlement Class had the opportunity to be heard regarding the settlement, the Texas state court approved the settlement and entered final judgment dismissing the State Court Action with prejudice. (See order attached hereto as Exhibit B).

4. Pursuant to the terms of the approved settlement, Plaintiff Moore has released all claims that are asserted and could have been asserted in the above-captioned litigation. In addition, the claims, facts, transactions, events, occurrences, acts, and omissions alleged and dismissed with prejudice in the State Court Action are the same claims, facts, transactions, events, occurrences, acts, and omissions alleged in the above-captioned litigation, and the claims for relief in the above-captioned litigation could have been presented in the State Court Action.

Further, Plaintiff Moore and Defendants intend that the Final Judgment and Order of Dismissal dismissing the State Court Action with prejudice will act as *res judicata* and bar the above-captioned litigation.

5. This Court previously entered an agreed order staying this action to allow the approval process to be completed in the State Court Action. The Court stayed the above-captioned litigation “until the earlier of 150 days . . . or the date of the filing of a motion dismiss with prejudice in the above-captioned actions, which motion shall be filed within one (1) business day of the entry of the order of dismissal with prejudice in the consolidated State Court Action.” An entry of a judgment of dismissal with prejudice was filed on December 23, 2008 in the State Court Action. Based on the foregoing and to effectuate and finalize the settlement between the parties, Plaintiff Moore and Defendants hereby file this stipulation of dismissal with prejudice.

6. This above-captioned litigation has not been certified as a class action. Further, a receiver has not been appointed in this action and this case is not governed by any federal statute that requires an order of the court for dismissal of the case.

WHEREFORE, PREMISES CONSIDERED, Plaintiff Moore and Defendants file this stipulation so that the stay is lifted and any and all claims and causes of action asserted by Plaintiff Moore in the above-captioned litigation are dismissed with prejudice, with each party bearing its own expenses and costs of court.

Dated: December 24, 2008

Respectfully submitted,

/s/William B. Federman

William B. Federman

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CERTIFICATE OF SERVICE

I hereby certify that on December 24, 2008 I served via ECF filing the foregoing document to all parties registered with the ECF filing system.

/s/ William B. Federman

William B. Federman